

November 30, 2007

Berry Petroleum Company

Brundage Canyon Field

4000 South 4028 West
Route 2 Box 7735
Roosevelt, UT 84066

Ph. (435) 722-1325

Fax: (435) 722-1321

www.bry.com

State of Utah
Department of Natural Resources
Division of Oil, Gas, and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

RECEIVED
DEC 03 2007
DIV. OF OIL, GAS & MINING

Re: Oil and Gas Conservation General Rules
R649-3-3 Exception to Location and Siting of Wells.
Ute Tribal No. 11-29D-55

Gentlemen:

Berry Petroleum Company is proposing to drill a development well in the Brundage Canyon Field, Duchesne County, Utah. The well is located on lands within the Uintah and Ouray Ute Indian Reservation. A copy of the Federal Application for Permit to Drill (APD) is attached for your review. This APD has been submitted to the Bureau of Land Management (BLM) in Vernal and the Bureau of Indian Affairs (BIA) at Ft. Duchesne.

As shown on the attached staking plat, the proposed location for the Ute Tribal No. 11-29D-55 falls outside of the allowed standard well spacing (R649-3-2). Berry is requesting an exception to the spacing requirement per regulation R649-3-3 since Berry was unable to locate the proposed well within the allowed spacing "window" due to topographic constraints. To maintain orderly 40 acre spacing and efficient well drainage the well had to be drilled as a directional well from the UT 6-29-55 surface location. The staked footages represent the closest accessible location to the spacing "window".

In accordance with R649-3-3, Berry is providing a copy of the staking plat showing the proposed location in relation to the allowed spacing "window" and all tracts contacted by a circle with a radius of 460'. A second plat is also attached showing the actual or recently proposed location for all direct or diagonal offsetting wells. As to the 460' radius circle, Berry is also the owner of the adjacent SESW of Section 29.

Berry is requesting approval of this excepted location as proposed. If additional information is required, please contact Dan Anderson at (303) 825-3344.

Sincerely,

Shelley E. Crozier
Regulatory & Permitting Specialist

enclosures

RECEIVED

DEC 03 2007

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. MINERAL LEASE NO: 14-20-H62-5020	6. SURFACE: INDIAN
B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER <input type="checkbox"/> SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		8. UNIT or CA AGREEMENT NAME:	
3. ADDRESS OF OPERATOR: RT. 2 BOX 7735 CITY ROOSEVELT STATE UTAH ZIP 84066		PHONE NUMBER: (435)722-1325	9. WELL NAME and NUMBER: UTE TRIBAL 11-29D-55
4. LOCATION OF WELL (FOOTAGES) 544924X 4429819Y 40.019277 -110.473578 AT SURFACE: 2064' FNL, 1811' FWL NAD 27 544983X 4429373Y 40.015255 -110.472916 40.019183 LAT AT PROPOSED PRODUCING ZONE: 1737' FSL 1994' FWL NESW 110.473194 LONG		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 32.7 MILES FROM MYTON, UTAH		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: (SE/NW) SEC. 29, T.5S., R.5W. U.S.B.&M.	
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 1811'	16. NUMBER OF ACRES IN LEASE: 640	12. COUNTY: DUCHESENE	13. STATE: UTAH
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 30'	19. PROPOSED DEPTH: 5955'	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 7532' GR	22. APPROXIMATE DATE WORK WILL START: REFER TO BPC SOP PLAN	20. BOND DESCRIPTION: RLB0005651	
		23. ESTIMATED DURATION: REFER TO BPC SOP PLAN	

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
REFER TO BERRY PETROLEUM COMPANY SOP'S DRILLING PROGRAM/CASING DESIGN			

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- | | |
|--|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN (BPC SOP ON FILE WITH STATE) |
| <input checked="" type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER | <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER |

NAME (PLEASE PRINT) SHELLEY E. CROZIER TITLE REGULATORY & PERMITTING SPECIALIST

SIGNATURE *Shelley E. Crozier* DATE 11/30/07

(This space for State use only)

API NUMBER ASSIGNED: 43-013-33861

APPROVAL:

Approved by the
Utah Division of
Oil, Gas and Mining

(11/2001)

(See Instructions on Reverse Side)

Federal Approval of this
Action Is Necessary

Date: 12-06-07
By: *[Signature]*

T5S, R5W, U.S.B.&M.

BERRY PETROLEUM COMPANY

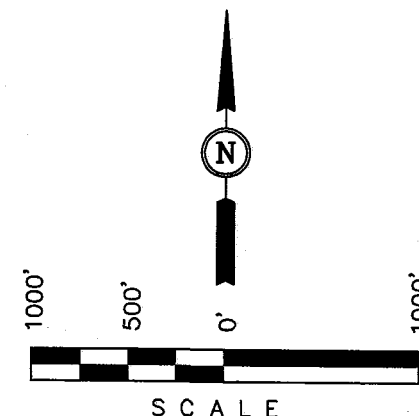
Well location, UTE TRIBAL #11-29D-55, located as shown in the SE 1/4 NW 1/4 of Section 29, T5S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

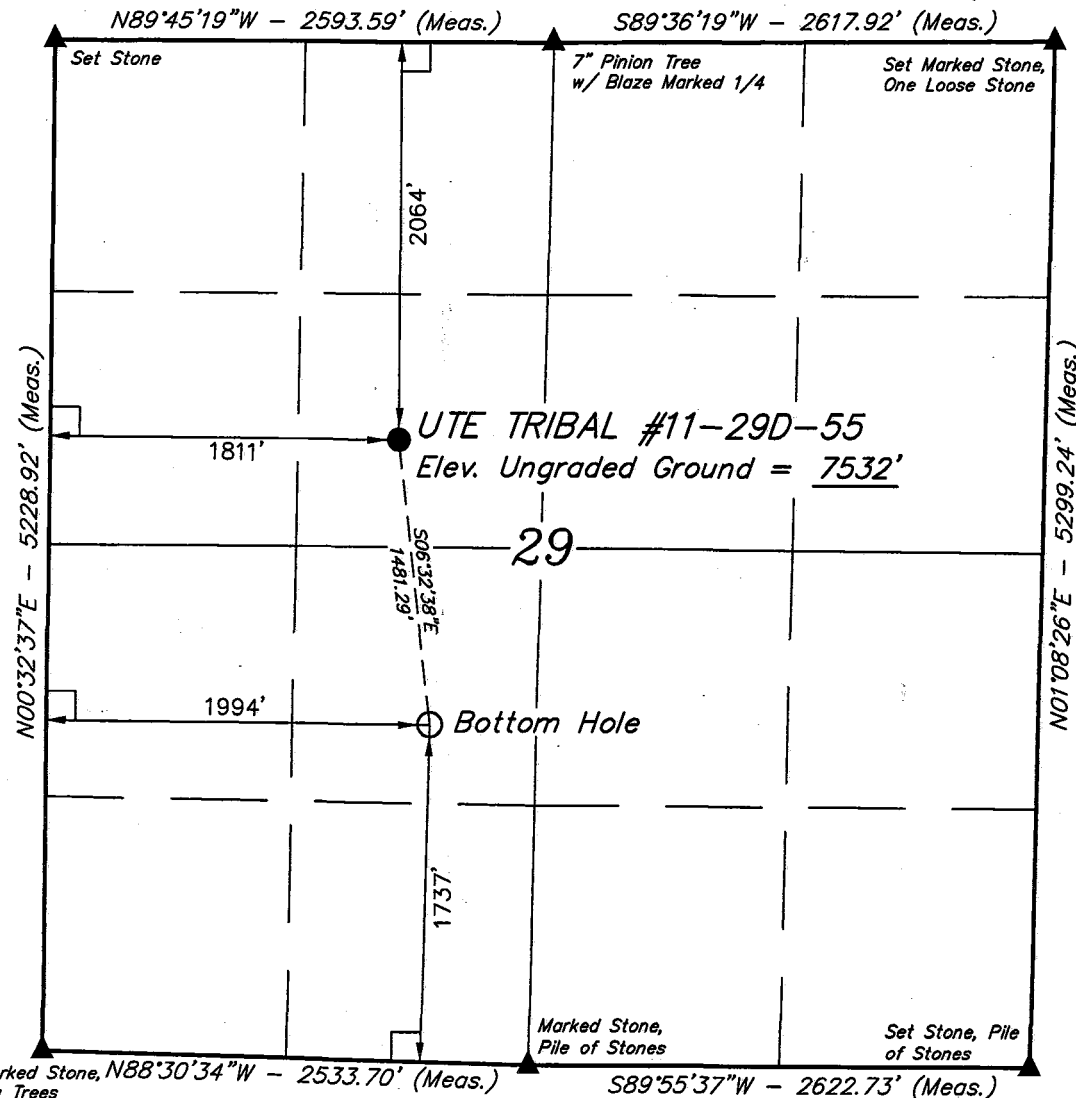
THIS IS TO CERTIFY THAT THE ABOVE MAP WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 101349
STATE OF UTAH

REVISED: 10-15-07

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 02-08-07	DATE DRAWN: 02-27-07
PARTY S.H. T.P. S.L.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	

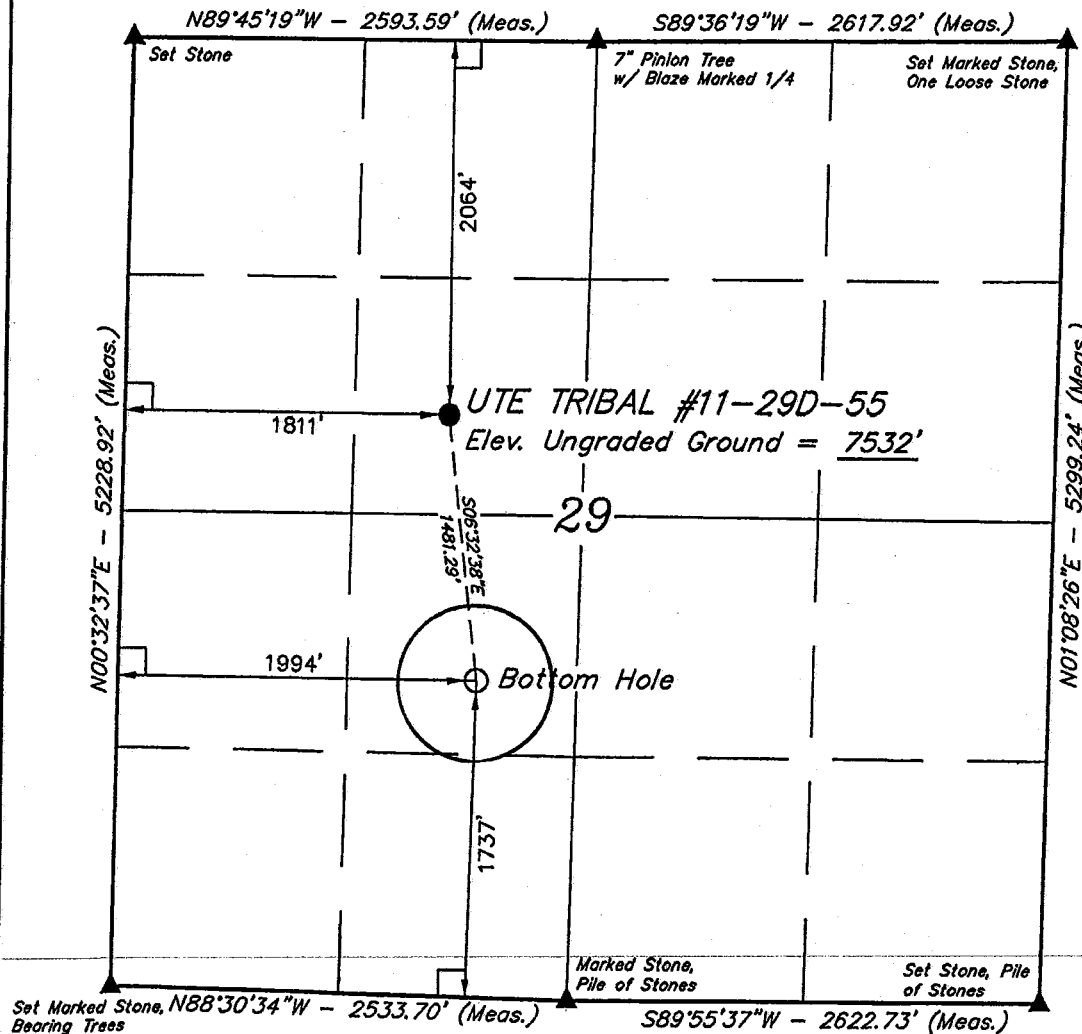


LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 40°01'08.92" (40.019144)
LONGITUDE = 110°28'26.05" (110.473903)
(NAD 27)
LATITUDE = 40°01'09.06" (40.019183)
LONGITUDE = 110°28'23.50" (110.473194)

T5S, R5W, U.S.B.&M.



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BERRY PETROLEUM COMPANY

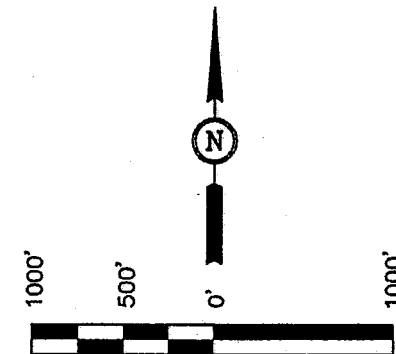
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SCALE

CERTIFICATE

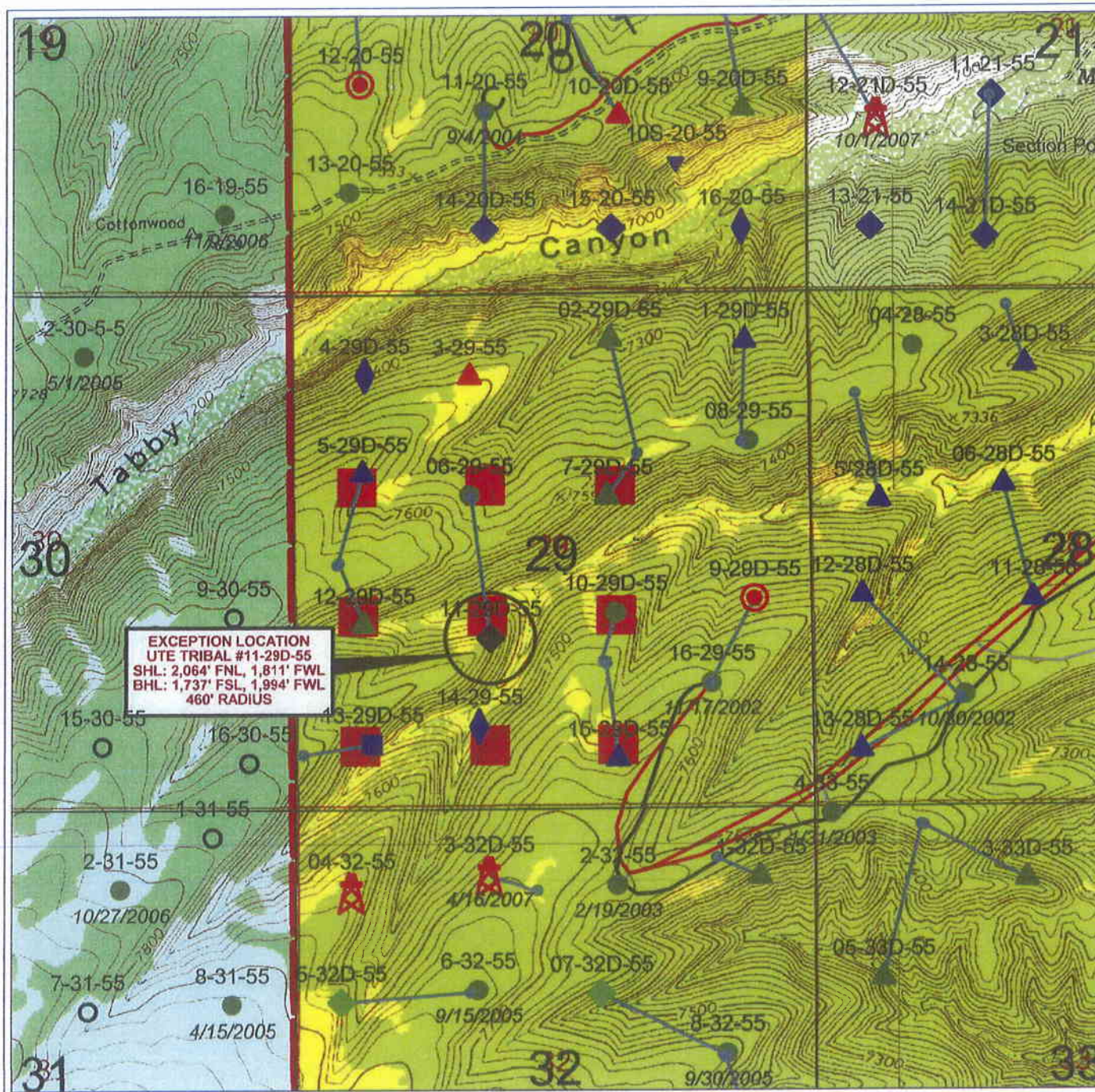
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REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161310
 STATE OF UTAH

REVISED: 10-15-07

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 02-08-07	DATE DRAWN: 02-27-07
PARTY S.H. T.P. S.L.	REFERENCES G.I.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	



BERRY PETROLEUM COMPANY

Brundage Canyon Project

UTE TRIBAL 11-29D-55

Exception Location Plat

Sec. 29 T5S R5W - Duchesne Co, UT

0 1,453 2,906
FEET

WELL SYMBOLS

- W/O Survey
- W/O Onsite
- ▲ W/O BIA
- ▲ W/O BLM
- ▲ Approved APD
- ◆ W/O Arch
- ◆ W/O State
- ◆ Working on APD
- Drilled 2007
- Location Only
- Oil Well
- ▼ 20 Acre Prog Location
- ◆ Geologic Prognosis Prepared

November 30, 2007

SELF-CERTIFICATION STATEMENT

The following self-certification statement is provided per federal requirements dated May 7, 2007.

Please be advised that Berry Petroleum Company is considered to be the operator of the following well.

Ute Tribal 11-29D-55

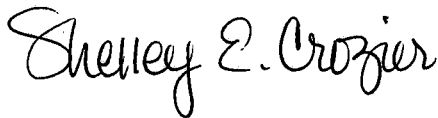
SE 1/4, NW 1/4, 2064' FNL 1811' FWL, Section 29, T. 5 S., R. 5 W., U.S.B. & M.

BHL: NE 1/4, SW 1/4, 1737' FSL 1994' FWL

Lease BIA 14-20-H62-5020

Duchesne, County, Utah

Berry Petroleum Company is responsible under the terms of the lease for the operations conducted upon the lease lands.



Shelley E. Crozier
Regulatory & Permitting Specialist
Berry Petroleum Company
4000 South 4028 West
Route 2, Box 7735
Roosevelt, Utah 84066
435-722-1325

BERRY PETROLEUM COMPANY

Ute Tribal 11-29D-55

Surface location SE 1/4, NW 1/4, 2064' FNL 1811' FWL, Section 29, T. 5 S., R. 5 W., U.S.B. & M.

BHL: NE 1/4, SW 1/4, 1737' FSL 1994' FWL

Duchesne County, Utah

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1,2 Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth@BHL</u>	<u>Depth@SHL</u>
Uinta	On Surface	On Surface
Green River	1,369'	1,404'
Green River Upper Marker	1,966'	2,004'
Mahogany	2,551'	2,590'
Tgr3 Marker	3,562'	3,605'
Douglas Creek	4,307'	4,354'
*Black Shale	4,915'	4,964'
*Castle Peak	5,209'	5,261'
Uteland Butte Ls.	5,617'	5,659'
Wasatch	5,819'	5,854'
TD	5,920'	5,955'
Base of Moderately Saline	7,587'	7,655'

*PROSPECTIVE PAY

Berry is locating the well at the surface location and directionally drilling from this location to minimize surface disturbance and Berry will be able to utilize the existing road and pipelines in the area.

Furthermore, Berry hereby certifies that it is the sole working interest owner with 460 feet of the entire directional well bore and the remainder of the Ute Tribal section.

3 Pressure Control Equipment

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

4 Proposed Casing and Cementing Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

5 Drilling Fluids Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

6 Evaluation Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

7 Abnormal Conditions

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

8 Anticipated Starting Dates and Notification of Operations

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

9 Other information

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

BERRY PETROLEUM COMPANY

Ute Tribal 11-29D-55

Surface location SE 1/4, NW 1/4, 2064' FNL 1811' FWL, Section 29, T. 5 S., R. 5 W., U.S.B. & M.

BHL: NE 1/4, SW 1/4, 1737' FSL 1994' FWL

Duchesne County, Utah

ONSHORE ORDER NO. 1

MULTI POINT SURFACE USE & OPERATIONS PLAN

1 Existing Roads

To reach the Berry Petroleum Company well, Ute Tribal 11-29D-55 location, in Section 29-T5S-R5W:

Start in Myton, Utah. Proceed west on US Highway 40, 8.6 miles to the Antelope Creek/Sowers Canyon Road at the Bridgeland turnoff. Turn southwest and proceed 15.2 miles. Continue southwest then north 5.5 miles. Turn southwest 0.8 miles, then west then north 2.6 miles on the Ute Tribal 6-29-55 access road. Go north 340' +/- to the Ute Tribal 11-29D-55 location.

The existing oilfield service road may need some surface material to prevent or repair holes in the road due to heavy truck traffic during the drilling and completion operation. If repairs are made the operator will secure material from private sources.

Please see the attached map for additional details.

2 Planned Access Road

See Topographic Map "B" for the location of the proposed access road.

3 Location of Existing Wells

See Topographic Map "C" for the location of existing wells within a 1 mile radius.

4 Location of Tank Batteries, Production Facilities and Production Gathering and Service Lines

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

5 Location and Type of Water Supply

Water for the drilling and completion will be pumped or trucked from the Berry source wells located in Sec. 23, T5S, R5W or Sec. 24, T5S, R5W, permit # 43-11041, or from Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W or from East Duchesne Water, Arcadia Feedlot, Sec. 28, T3S, R3W or Myton (Moon) Pit, SE/NE Sec. 27, T3S, R2W or from Petroglyph Operating Company 08-04 Waterplant, Sec. 8, T5S, R3W or from Kenneth V. & Barbara U. Richens source well located in Sec. 34, T3S, R2W, permit # 43-1723 or Brundage Canyon Field produced water or Leo Foy source well located in Sec. 34, T5S, R5W, permit # 43-11324. A water use agreement is also in place with the Ute Tribe.

6 Source of Construction Materials

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

7 Methods of Handling Waste Materials

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

8 Ancillary Facilities

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

9 Wellsite Layout

The attached Location Layout diagram describes drill pad cross-sections, cuts and fills, and locations of the mud tanks, reserve pit, pipe racks, trailer parking, spoil dirt stockpile(s) and surface material stockpile(s)

10 Plans for Restoration of the Surface

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006). If an Archaeological Study is preformed, all seed mixture will match Archaeological recommendation.

11 Surface Ownership

Ute Indian Tribe

12 Other information

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

13 Operator's Representative and Certification

A) Representative

NAME: Shelley E. Crozier

ADDRESS: Berry Petroleum Company
4000 S. 4028 W.
Route 2, Box 7735
Roosevelt, Utah 84066

PHONE: 435-722-1325

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations and onshore oil and gas orders. The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

The drilling permit will be valid for a period of one year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

B) Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge and belief, true and correct; and that the work associated with the operations proposed herein will be performed by Berry Petroleum Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

November 30, 2007
DATE

Shelley E. Crozier
Shelley E. Crozier
Regulatory & Permitting Specialist
Berry Petroleum Company

**ADMINISTRATIVE MODIFICATION FOR EXISTING
APPLICATION FOR GRANT OF CORRIDOR RIGHT-OF-WAY**

MODIFICATION OF GRANT OF RIGHT-OF-WAY NO. H62-2006-127, for the Ute Tribal 6-29-55

BERRY PETROLEUM COMPANY, having a resident or principal place of business at **Route 2 Box 7735, Roosevelt, Utah 84066** hereby files an application with the Bureau of Indian Affairs, pursuant to the terms and provisions of the Act of February 5, 1948 (62 Stat. 17; 25 U.S.C. 323), and to the regulations of the Department of the Interior contained in Title 25, Code of Federal Regulations, Part 169, for the grant of a Right-of-Way for the following purposed and reasons: APPLICATION IS FOR: NAME CHANGE ON ORIGINAL GRANT OF EASEMENT (second well bore on; additional pipeline in, etc.) EXISTING (well pad; in existing ROW etc.) WITH NO NEW SURFACE DISTURBANCE FOR THE (well pad; pipeline ROW etc.) AND ACCESS ROADS. This APD will require BIA concurrence.

New Name: **UTE TRIBAL 11-29D-55 & UTE TRIBAL 6-29-55**

Across the following described Indian Lands **SE/NW, SECTION 29, T5S, R5W.**

Drill Site = N/A Ac.

Corridor R-O-W = N/A Ac. Total Acreage = N/A Acres
(Access Road & Pipeline)

(Fill in below only for an additional pipe in existing ROW)

Said Pipeline Right-of-Way to be approximately N/A feet in length, N/A feet in width, and N/A Acres, and more particularly described and shown on the map of definite location to be attached and made a part hereof.

The applicant understands and hereby expressly agrees to following stipulations:

- a) To construct and maintain the Right-of-Way in a workmanlike manner
- b) To pay promptly all damages and compensation, in addition to the deposit made pursuant to 169.4 determined by the Secretary to be due the landowners and authorized users and occupants of the land on account of the survey, granting, construction and maintenance of the Right-of-Way.
- c) To indemnify the landowners and authorized users and occupants against any liability for loss of life, personal injury and property damage arising from the construction, maintenance, occupancy or use of the lands by the applicant, his employees, contractors and their employees or subcontractors and their employees.
- d) To restore the lands as nearly as may be possible to their original condition upon the completion of the construction to the extent compatible with the purpose for which the Right-of-Way was granted.

- e) To clear and keep clear the lands within the Right-of-Way to the extent compatible with the purpose of the Right-of-Way; and to dispose of all vegetative and other material cut, uprooted, or otherwise accumulated during the construction and maintenance of the project.
- f) To take soil and resource conservation and protection measures, including weed control, on the land covered by the Right-of-Way.
- g) To do everything reasonable within its power to prevent and suppress fires on or near the lands to be occupied under the Right-of-Way.
- h) To build and repair such roads, fences, and trails as may be destroyed or injured by construction work and to build and maintain necessary and suitable crossings for all roads and trails that intersect the works constructed, maintained, or operated under the Right-of-Way.
- i) That upon revocation or termination of the Right-of-Way, the applicant shall, so far as is reasonably possible, restore the land to its original condition.
- j) To at all times keep the Secretary informed of its address, and in case of corporation of the address of its principal officers.
- k) That the applicant will not interfere with the use of the lands by or under the authority of the landowners for any purpose not inconsistent with the primary purpose for which the Right-of-Way is granted.

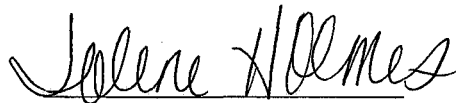
IN WITNESS THEREOF, BERRY PETROLEUM COMPANY, has caused this instrument to be executed this
30th day of NOVEMBER, 2007.



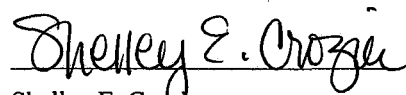
WITNESS

BERRY PETROLEUM COMPANY

APPLICANT



WITNESS



Shelley E. Crozier
 Regulatory & Permitting Specialist
 Route 2 Box 7735
 Roosevelt, UT 84066
 Phone: (435) 722-1325

SUPPORTING DOCUMENTS:

- ☐ Written consent of landowners.
- ☐ Evidence of good faith and financial responsibility.
- ☒ \$ _____ as per the terms of the Exploration and Development Agreement # _____.
- ☐ State certified copy of corporate charter or articles of corporation.
- ☐ Certified copy of resolution or bylaws of the corporation authorizing the filing of the stipulations.
- ☐ State certification that the applicant is authorized to do business in the State where the land is located.
- ☐ Ceretified copy of the articles of partnership or association.
- ☒ Map of definite location.
- ☐ Other:

**ADMINISTRATIVE MODIFICATION FOR EXISTING
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- c) To indemnify the landowners and authorized users and occupants against any liability for loss of life, personal injury and property damage arising from the construction, maintenance, occupancy or use of the lands by the applicant, his employees, contractors and their employees or subcontractors and their employees.
- d) To restore the lands as nearly as may be possible to their original condition upon the completion of the construction to the extent compatible with the purpose for which the Right-of-Way was granted.

- e) To clear and keep clear the lands within the Right-of-Way to the extent compatible with the purpose of the Right-of-Way; and to dispose of all vegetative and other material cut, uprooted, or otherwise accumulated during the construction and maintenance of the project.
- f) To take soil and resource conservation and protection measures, including weed control, on the land covered by the Right-of-Way.
- g) To do everything reasonable within its power to prevent and suppress fires on or near the lands to be occupied under the Right-of-Way.
- h) To build and repair such roads, fences, and trails as may be destroyed or injured by construction work and to build and maintain necessary and suitable crossings for all roads and trails that intersect the works constructed, maintained, or operated under the Right-of-Way.
- i) That upon revocation or termination of the Right-of-Way, the applicant shall, so far as is reasonably possible, restore the land to its original condition.
- j) To at all times keep the Secretary informed of its address, and in case of corporation of the address of its principal officers.
- k) That the applicant will not interfere with the use of the lands by or under the authority of the landowners for any purpose not inconsistent with the primary purpose for which the Right-of-Way is granted.

IN WITNESS THEREOF, BERRY PETROLEUM COMPANY, has caused this instrument to be executed this

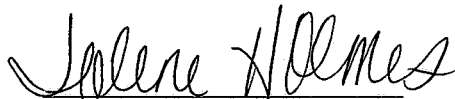
30th day of NOVEMBER, 2007.



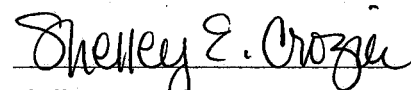
WITNESS

BERRY PETROLEUM COMPANY

APPLICANT



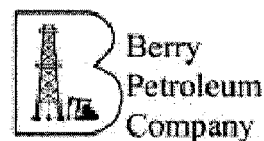
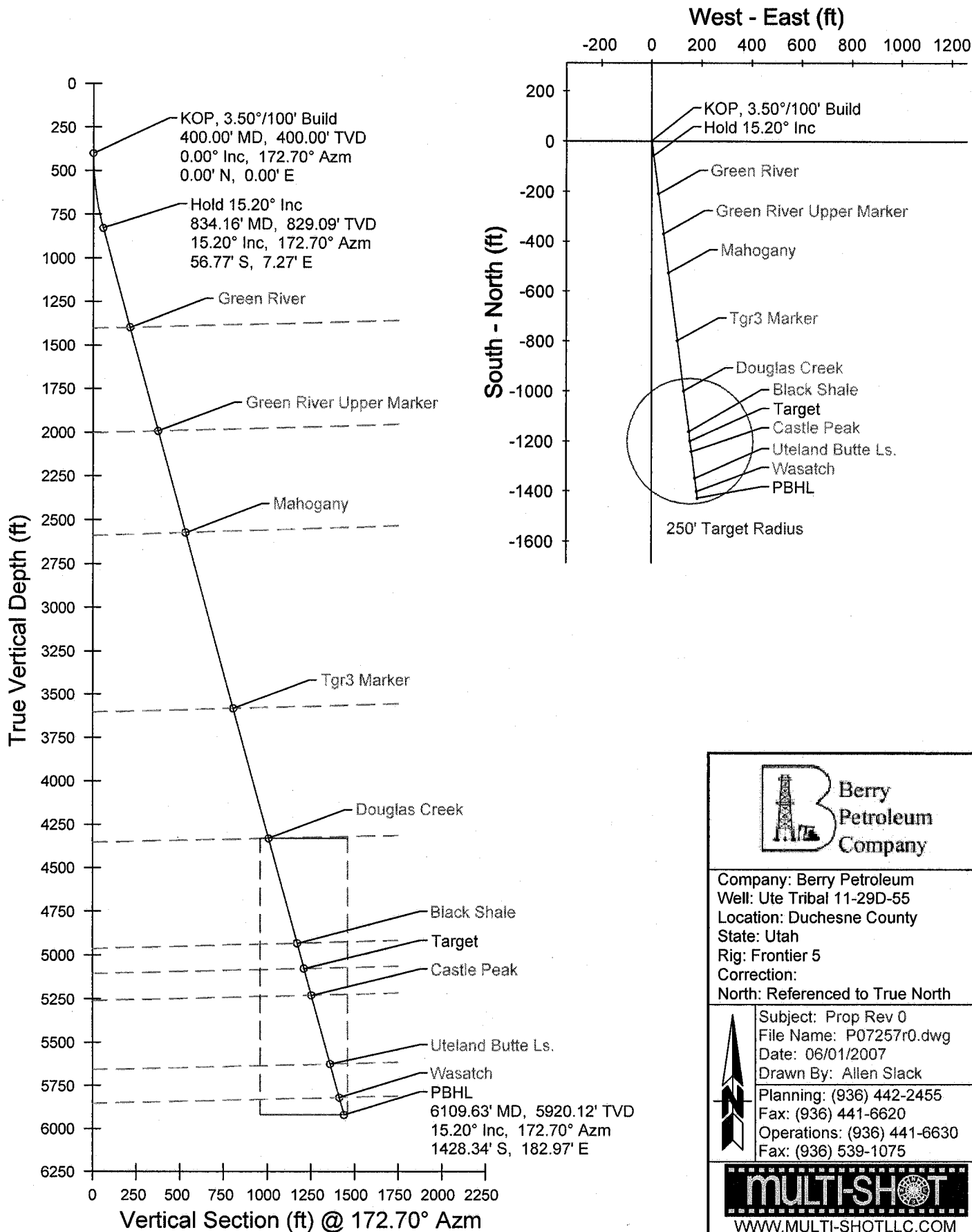
WITNESS



Shelley E. Crozier
Regulatory & Permitting Specialist
Route 2 Box 7735
Roosevelt, UT 84066
Phone: (435) 722-1325

SUPPORTING DOCUMENTS:

- ☐ Written consent of landowners.
- ☐ Evidence of good faith and financial responsibility.
- ☒ \$_____ as per the terms of the Exploration and Development Agreement #_____.
- ☐ State certified copy of corporate charter or articles of corporation.
- ☐ Certified copy of resolution or bylaws of the corporation authorizing the filing of the stipulations.
- ☐ State certification that the applicant is authorized to do business in the State where the land is located.
- ☐ Ceretified copy of the articles of partnership or association.
- ☒ Map of definite location.
- ☐ Other:



Company: Berry Petroleum
Well: Ute Tribal 11-29D-55
Location: Duchesne County
State: Utah
Rig: Frontier 5
Correction:
North: Referenced to True North



Subject: Prop Rev 0
File Name: P07257r0.dwg
Date: 06/01/2007
Drawn By: Allen Slack
Planning: (936) 442-2455
Fax: (936) 441-6620
Operations: (936) 441-6630
Fax: (936) 539-1075

MULTI-SHOT
WWW.MULTI-SHOTLLC.COM

The customer should only rely on this document after independently verifying all paths, targets, coordinates, lease and hard lines represented. Any decisions made or wells drilled utilizing this or any other information supplied by Multi-Shot, LLC are at the sole risk and responsibility of the customer. Multi-Shot, LLC is not responsible for the accuracy of this schematic or the information contained herein.



Job Number: P07-257
 Company: Berry Petroleum
 Lease/Well: Ute Tribal 11-29D-55
 Location: Duchesne County
 Rig Name: Frontier 5
 RKB: 14'
 G.L. or M.S.L.: 7532'

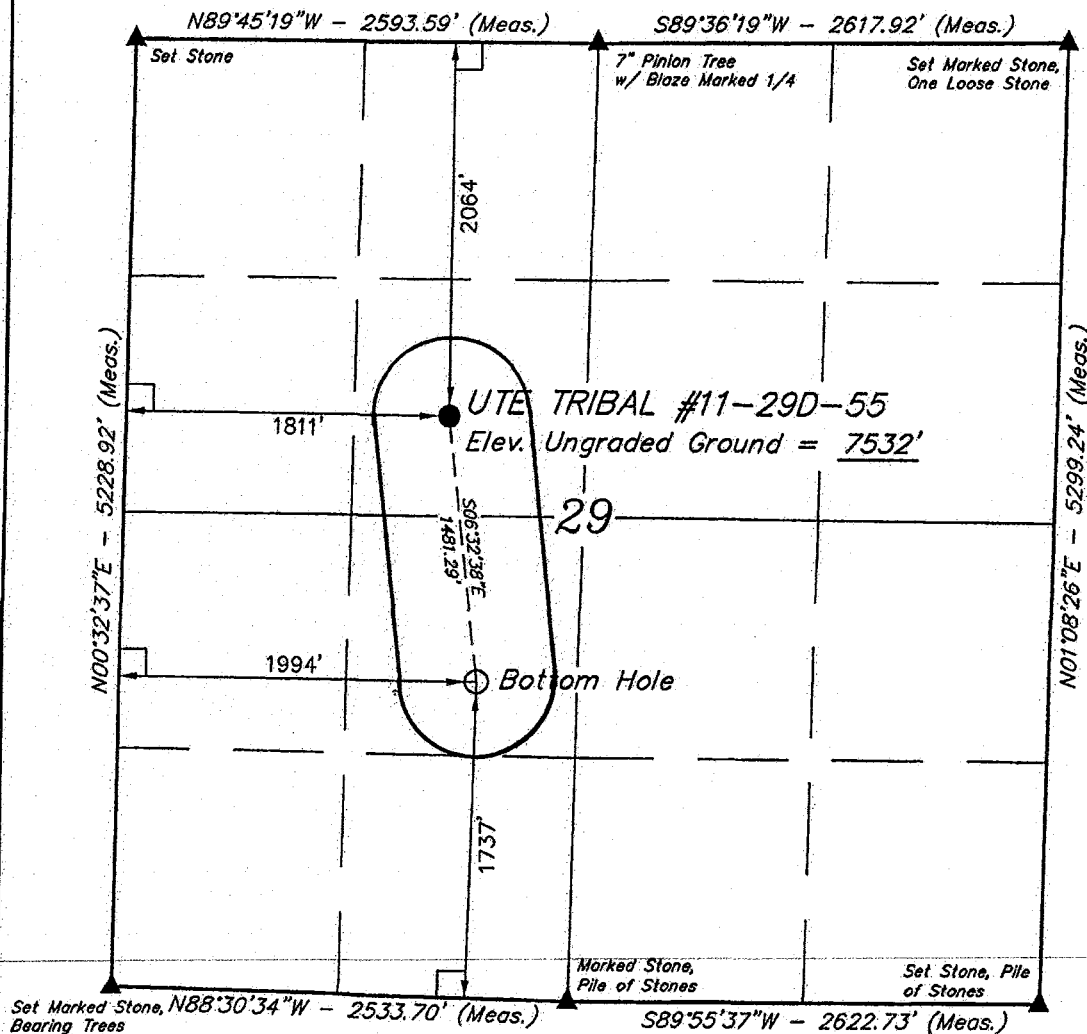
State/Country: Utah
 Declination:
 Grid: Referenced to True North
 File name: F:\WELLPL-1\2007\IP07250\S\IP07257\07257.SVY
 Date/Time: 31-May-07 / 13:43
 Curve Name: Prop Rev 0

WINSERVE SURVEY CALCULATIONS
 Minimum Curvature Method
 Vertical Section Plane 172.70
 Vertical Section Referenced to Wellhead
 Rectangular Coordinates Referenced to Wellhead

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	Direction Deg	Dogleg Severity Deg/100
KOP, 3.50°/100' Build									
400.00	.00	172.70	400.00	.00	.00	.00	.00	.00	.00
500.00	3.50	172.70	499.94	-3.03	.39	3.05	3.05	172.70	3.50
600.00	7.00	172.70	599.50	-12.10	1.55	12.20	12.20	172.70	3.50
700.00	10.50	172.70	698.32	-27.19	3.48	27.41	27.41	172.70	3.50
800.00	14.00	172.70	796.03	-48.23	6.18	48.63	48.63	172.70	3.50
Hold 15.20° Inc									
834.16	15.20	172.70	829.09	-56.77	7.27	57.24	57.24	172.70	3.50
Green River									
1423.18	15.20	172.70	1397.51	-209.91	26.89	211.63	211.63	172.70	.00
Green River Upper Marker									
2039.84	15.20	172.70	1992.61	-370.24	47.43	373.26	373.26	172.70	.00
Mahogany									
2640.48	15.20	172.70	2572.25	-526.40	67.43	530.70	530.70	172.70	.00
Tgr3 Marker									
3687.51	15.20	172.70	3582.68	-798.61	102.30	805.14	805.14	172.70	.00
Douglas Creek									
4462.35	15.20	172.70	4330.43	-1000.06	128.11	1008.24	1008.24	172.70	.00
Black Shale									
5085.87	15.20	172.70	4932.15	-1162.17	148.88	1171.67	1171.67	172.70	.00

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	Direction Deg	Dogleg Severity Deg/100
Target									
5234.56	15.20	172.70	5075.64	-1200.83	153.83	1210.64	1210.64	172.70	.00
Castle Peak									
5393.55	15.20	172.70	5229.07	-1242.17	159.12	1252.32	1252.32	172.70	.00
Uteland Butte Ls.									
5803.61	15.20	172.70	5624.79	-1348.78	172.78	1359.80	1359.80	172.70	.00
Wasatch									
6005.56	15.20	172.70	5819.68	-1401.28	179.51	1412.73	1412.73	172.70	.00
PBHL									
6109.63	15.20	172.70	5920.12	-1428.34	182.97	1440.01	1440.01	172.70	.00

T5S, R5W, U.S.B.&M.



LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)
 LATITUDE = 40°01'08.92" (40.019144)
 LONGITUDE = 110°28'26.05" (110.473903)
 (NAD 27)
 LATITUDE = 40°01'09.06" (40.019183)
 LONGITUDE = 110°28'23.50" (110.473194)

BERRY PETROLEUM COMPANY

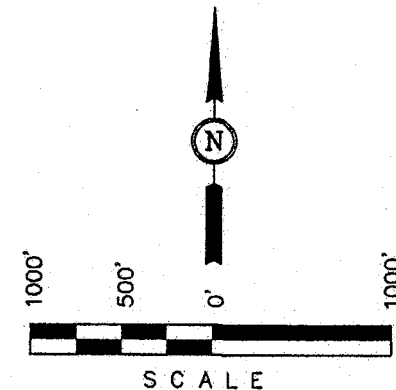
Well location, UTE TRIBAL #11-29D-55, located as shown in the SE 1/4 NW 1/4 of Section 29, T5S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE SURVEY WAS MADE FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

REVISED: 10-15-07

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 02-08-07	DATE DRAWN: 02-27-07
PARTY S.H. T.P. S.L.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	



If Dan, nalinatrend@proiecte.it | TAHNOVER | AVIChris.OlCCC | C&Rundson w. nalinatrend info? OlCCC





Ute Tribal 11-29D-55

Directional Drilling Plat

Sec. 29 T5S R5W - Duchesne Co, UT

WELL SYMBOLS

-  W/O Survey
-  W/O Onsite
-  W/O BIA
-  W/O BLM
-  Approved APD
-  W/O Arch
-  W/O State
-  Working on APD
-  Drilled 2007
-  Location Only
-  Oil Well
-  20 Acre Prog Location
-  Geologic Prognosis Prepared



November 30, 2007

BERRY PETROLEUM COMPANY

UTE TRIBAL #11-29D-55

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 29, T5S, R5W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: WESTERLY

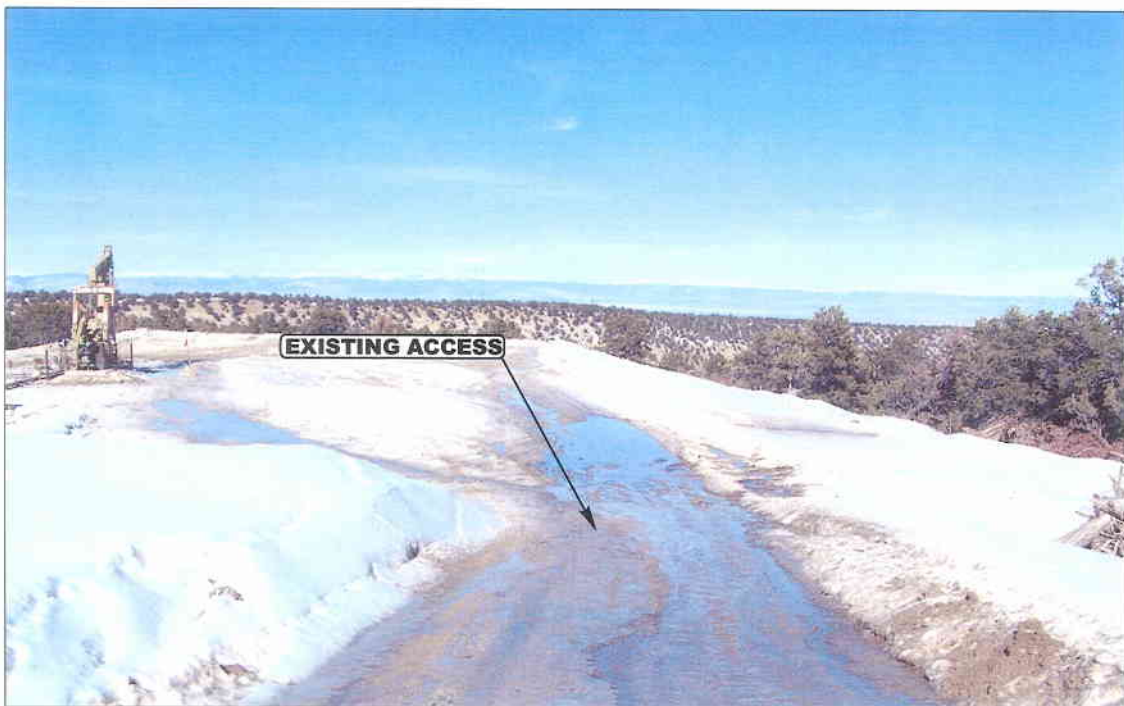


PHOTO: VIEW OF EXISTING ACCESS

CAMERA ANGLE: NORTHERLY



- Since 1964 -

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

10 16 07
MONTH DAY YEAR

PHOTO

TAKEN BY: A.F.

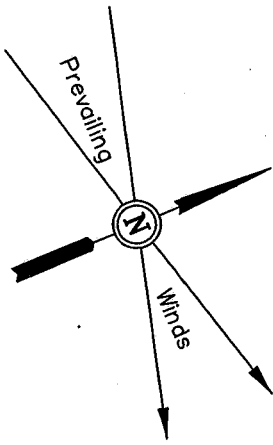
DRAWN BY: Z.L.

REVISED: 00-00-00

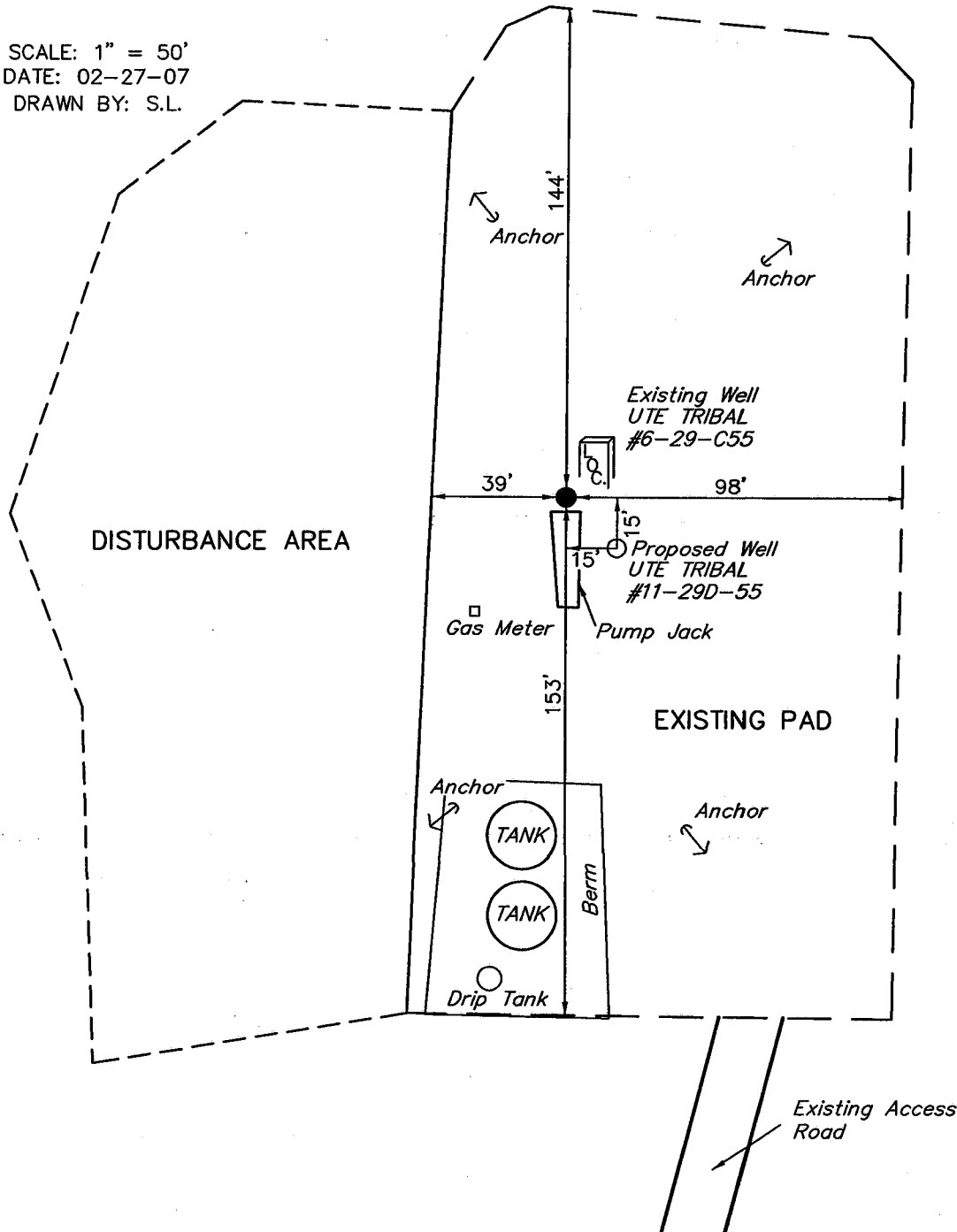
BERRY PETROLEUM COMPANY

LOCATION LAYOUT FOR

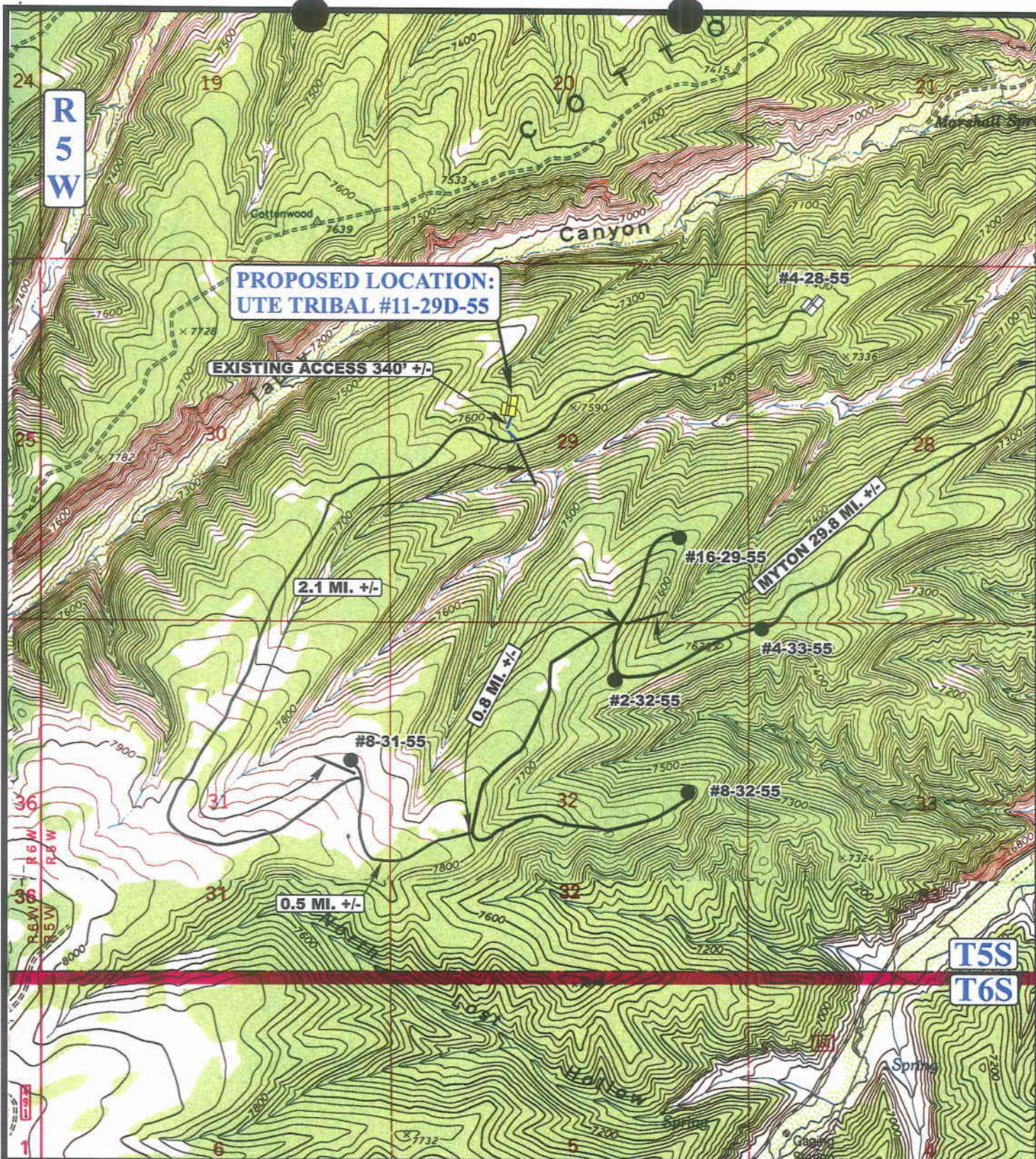
UTE TRIBAL #11-29D-55
SECTION 29, T5S, R5W, U.S.B.&M.
2064' FNL 1811' FWL



SCALE: 1" = 50'
DATE: 02-27-07
DRAWN BY: S.L.



Elev. Graded Ground at #11-29D-55 Location Stake = 7532.2' UTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



LEGEND:

EXISTING ROAD
 PROPOSED ACCESS ROAD

BERRY PETROLEUM COMPANY

UTE TRIBAL #11-29D-55
SECTION 29, T5S, R5W, U.S.B.&M.
2064' FNL 1811' FWL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

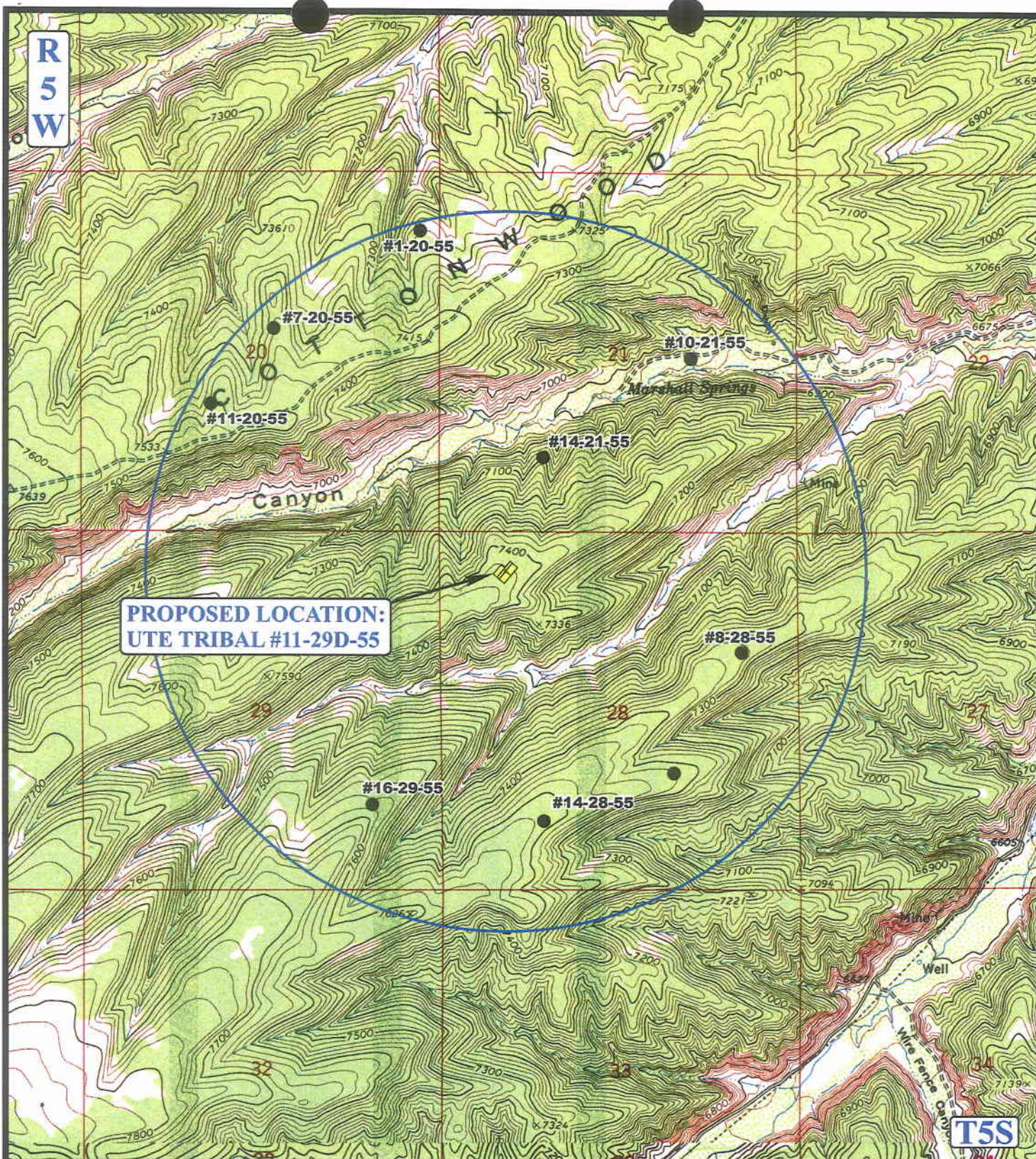


TOPOGRAPHIC
MAP

12 **16** **05**
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 00-00-00

B
TOPO



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



BERRY PETROLEUM COMPANY

UTE TRIBAL #11-29-55
SECTION 28, T5S, R5W, U.S.B.&M.
2064' FNL 1811' FEL



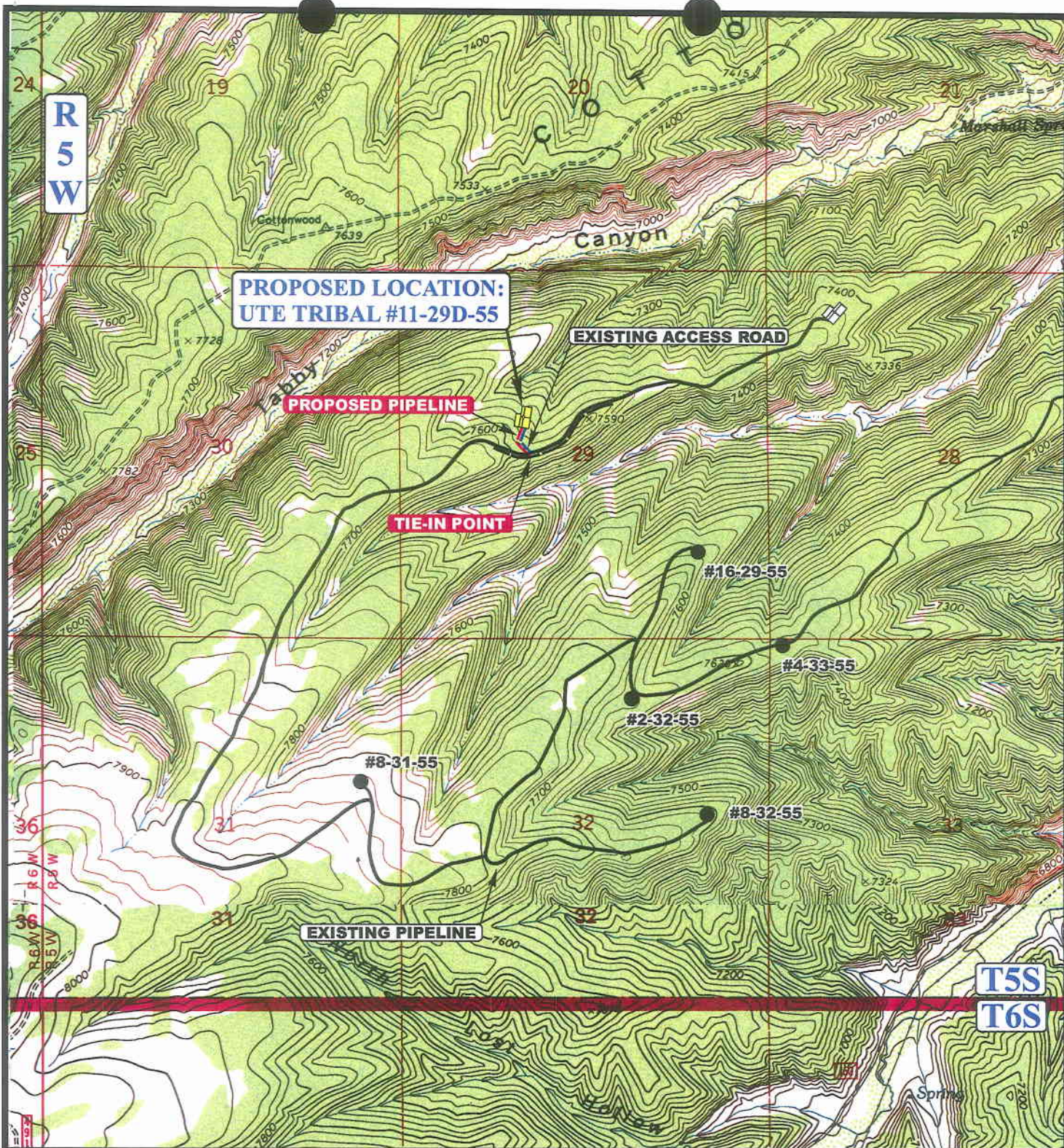
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

10 16 07
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 360' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - - - PROPOSED PIPELINE



BERRY PETROLEUM COMPANY

UTE TRIBAL #11-29D-55
SECTION 29, T5S, R5W, U.S.B.&M.
2064' FNL 1811' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

10 16 07
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 12/03/2007

API NO. ASSIGNED: 43-013-33861

WELL NAME: UTE TRIBAL 11-29D-55

OPERATOR: BERRY PETROLEUM COMPANY (N2480)

PHONE NUMBER: 435-722-1325

CONTACT: SHELLEY CROZIER

PROPOSED LOCATION:

SE NW 29 050S 050W

SURFACE: 2064 FNL 1811 FWL

BOTTOM: 1737 FSL 1994 FWL

COUNTY: DUCHESNE

LATITUDE: 40.01928 LONGITUDE: -110.4736

UTM SURF EASTINGS: 544924 NORTHINGS: 4429819

FIELD NAME: BRUNDAGE CANYON (72)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
-------------	----------	------

Engineering		
-------------	--	--

Geology		
---------	--	--

Surface		
---------	--	--

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-5020

PROPOSED FORMATION: GRRV

SURFACE OWNER: 2 - Indian

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat

☒ Bond: Fed[] Ind[2] Sta[] Fee[]
(No. RLB0005651)

☒ Potash (Y/N)

☒ Oil Shale 190-5 (B) or 190-3 or 190-13

☒ Water Permit
(No. 43-11041)

☒ RDCC Review (Y/N)
(Date:)

☒ Fee Surf Agreement (Y/N)

☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit: _____

___ R649-3-2. General

Siting: 460 From Qtr/Qtr & 920' Between Wells

___ R649-3-3. Exception

___ Drilling Unit

Board Cause No: _____

Eff Date: _____

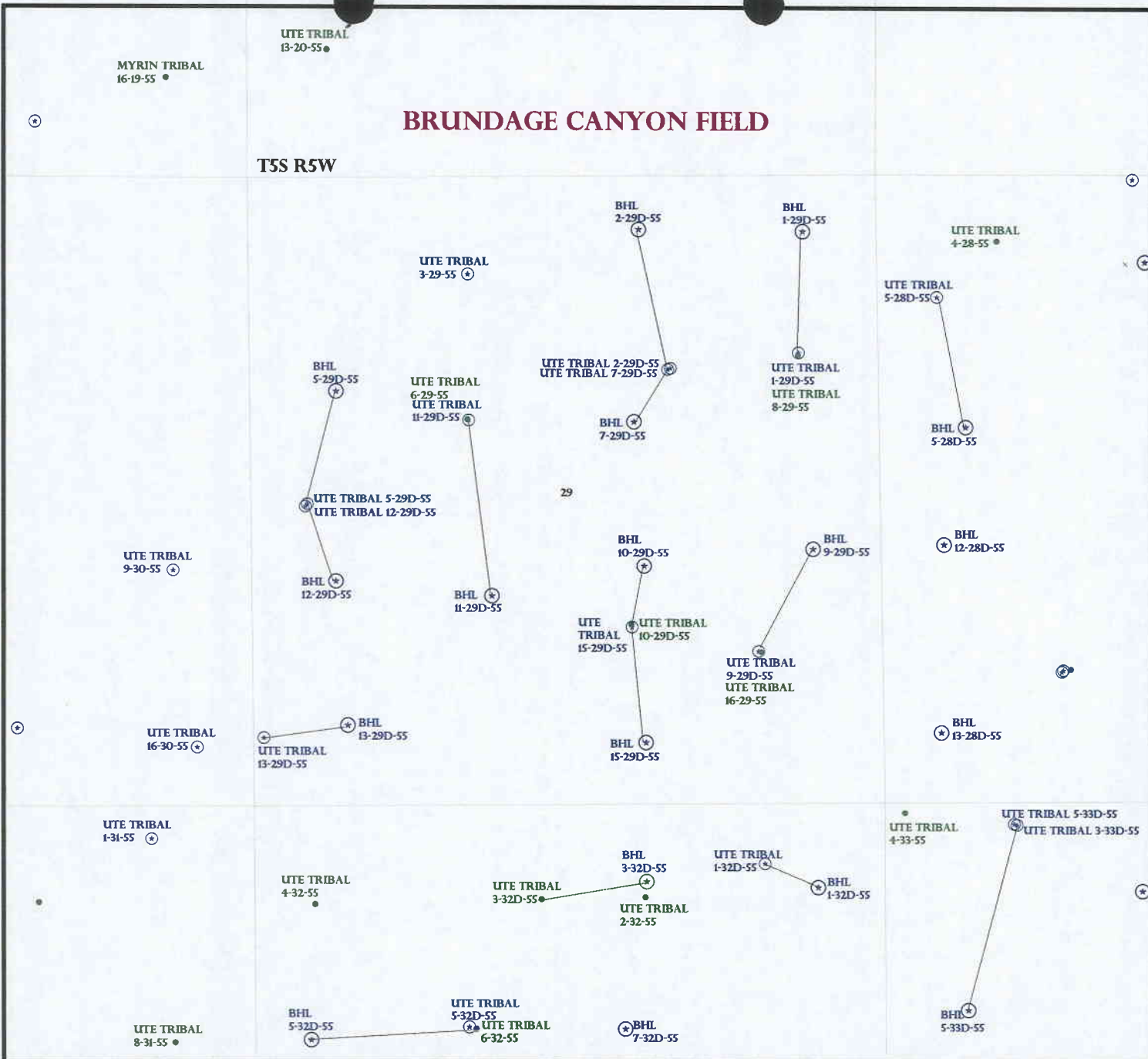
Siting: _____

☒ R649-3-11. Directional Drill

COMMENTS: _____

STIPULATIONS: _____

1- Federal Approval
2- Spacing Exp



OPERATOR: BERRY PETRO CO (N2480)

SEC: 29 T.5S R. 5W

FIELD: BRUNDAGE CANYON (72)

COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



OIL, GAS & MINING



PREPARED BY: DIANA MASON
DATE: 06-DECEMBER-2007



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil Gas and Mining

JOHN R. BAZA
Division Director

December 6, 2007

Berry Petroleum Company
Rt. 2, Box 7735
Roosevelt, UT 84066

Re: Ute Tribal 11-29D-55 Well, Surface Location 2064' FNL, 1811' FWL, SE NW, Sec. 29,
T. 5 South, R. 5 West, Bottom Location 1737' FSL, 1994' FWL, NE SW, Sec. 29,
T. 5 South, R. 5 West, Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-33861.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal Office

Operator: Berry Petroleum Company
Well Name & Number Ute Tribal 11-29D-55
API Number: 43-013-33861
Lease: 14-20-H62-5020

Surface Location: SE NW Sec. 29 T. 5 South R. 5 West
Bottom Location: NE SW Sec. 29 T. 5 South R. 5 West

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dustin Doucet at (801) 538-5281 (801) 733-0983 home

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.
5. In accordance with Utah Admin. R. 649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.
6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

**STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING**

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

5. Lease Designation and Serial Number:

14-20-H62-5020

6. If Indian, Allottee or Tribe Name:

UTE TRIBE

7. Unit Agreement Name:

8. Well Name and Number:

UTE TRIBAL 11-29D-55

9. API Well Number:

43-013-33861

10. Field and Pool, or Wildcat:

BRUNDAGE CANYON

1. Type of Well: OIL ☒ GAS ☐ OTHER:

2. Name of Operator:

BERRY PETROLEUM COMPANY

3. Address and Telephone Number:

4000 SOUTH 4028 WEST, RT. 2 BOX 7735 ROOSEVELT, UTAH 84066 (435) 722-1325

4. Location of Well:

Footages: 2064' FNL, 1811' FWL B BHL: 1737' FSL, 1994' FWL

QQ, Sec., T., R., M.: (SE/NW) SEC. 29, T5S, R5W USB&M

County: DUCHESNE,

State: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT

(Submit in Duplicate)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other ONE YEAR EXTENSION | |

Approximate date work will start

SUBSEQUENT REPORT

(Submit Original Form Only)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other | |

Date of work completion

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

**BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION
TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.**

STATE BOND #RLB0005651

Approved by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR

Date: 12.9.2008

Initials: KS

Date: 12-08-08

By: [Signature]

13

Name & Signature:

SHELLEY E. CROZIER

Title:

REGULATORY & PERMITTING SPECIALIST

Date:

12/04/08

(This space for Federal or State office use)

RECEIVED

DEC 08 2008

DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33861
Well Name: UTE TRIBAL 11-29D-55
Location: (SE/NW) 2064' FNL, 1811' FWL, SEC. 29-T5S-R5W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/6/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley Crozier
Signature

12/4/2008
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED

DEC 08 2008

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5020
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE TRIBE
3. ADDRESS OF OPERATOR: 4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2064' FNL, 1811' FWL BHL: 1737' FSL, 1994' FWL COUNTY: DUCHESNE QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 29 T5S R5W STATE: UTAH		8. WELL NAME and NUMBER: UTE TRIBAL 11-29D-55
PHONE NUMBER: (435) 722-1325		9. API NUMBER: 4301333861
		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: 1 YR. EXTENSION
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION
TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

Approved by the
Utah Division of
Oil, Gas and Mining

STATE BOND #RLB0005651

Date: 12-23-09
By: [Signature]

COPY SENT TO OPERATOR

Date: 12-10-2009
Initials: KS

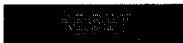
NAME (PLEASE PRINT) SHELLEY E. CROZIER	TITLE REGULATORY & PERMITTING SPECIALIST
SIGNATURE [Signature]	DATE 12/1/2009

(This space for State use only)

RECEIVED

DEC 02 2009

DIV. OF OIL, GAS & MINING



**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33861
Well Name: UTE TRIBAL 11-29D-55
Location: (SE/NW) 2064' FNL, 1811' FWL, SEC. 29-T5S-R5W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/6/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley E. Crozier
Signature

12/1/2009
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

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DIV. OF OIL, GAS & MINING

API Well No: 43013338610000

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5020
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
	7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: UTE TRIBAL 11-29D-55
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY	9. API NUMBER: 43013338610000
3. ADDRESS OF OPERATOR: 4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066	PHONE NUMBER: 303 999-4044 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2064 FNL 1811 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 29 Township: 05.0S Range: 05.0W Meridian: U	9. FIELD and POOL or WILDCAT: BRUNDAGE CANYON
	COUNTY: DUCHESNE
	STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 12/6/2011	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BERRY PETROLEUM RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL THE ABOVE SUBJECT WELL BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: 11/18/2010
By:

NAME (PLEASE PRINT) Kathy K. Fieldsted	PHONE NUMBER 435 722-1325	TITLE Sr. Regulatory & Permitting Tech.
SIGNATURE N/A	DATE 11/9/2010	

RECEIVED November 09, 2010



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013338610000

API: 43013338610000

Well Name: UTE TRIBAL 11-29D-55

Location: 2064 FNL 1811 FWL QTR SENW SEC 29 TWNP 050S RNG 050W MER U

Company Permit Issued to: BERRY PETROLEUM COMPANY

Date Original Permit Issued: 12/6/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Kathy K. Fieldsted

Date: 11/9/2010

Title: Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY

Date: 11/18/2010

By: 

RECEIVED November 09, 2010



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Green River District-Vernal Field Office

170 South 500 East

Vernal, UT 84078

(435) 781-4400 Fax: (435) 781-4410

<http://www.blm.gov/ut/st/en/fo/vernal.html>



JUL 11 2011

IN REPLY REFER TO:
3160 (UTG011)

Kathy Fieldsted
Berry Petroleum Company
Route 2, Box 7735
Roosevelt, UT 84066

43 013 33861

Re: Request to Return APD
Well No. Ute Tribal 11-29D-55
SENW, Sec. 29, T5S, R5W
Duchesne County, Utah
Lease No. 14-20-H62-5020

Dear Ms. Fieldsted:

The Application for Permit to Drill (APD) for the above referenced well received in this office on November 30, 2007 is being returned unapproved per your request to this office in an email message to Chuck Macdonald received on May 19, 2011. If you intend to drill at this location at a future date, a new APD must be submitted.

If you have any questions regarding APD processing, please contact Cindy Severson at (435) 781-4455.

Sincerely,

Jerry Kenczka
Assistant Field Manager
Lands & Mineral Resources

Enclosures

cc: UDOGM

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JUL 20 2011

DIV. OF OIL, GAS & MINING



GARY R. HERBERT
Governor

GREG BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

November 1, 2011

Kathy Fieldsted
Berry Petroleum Company
Rt. 2, Box 7735
Roosevelt, UT 84066

43 013 33861
Ute Tribal 11-29D-55
5S 5W 29

Re: APDs Rescinded for Berry Petroleum Company
Duchesne County

Dear Ms. Fieldsted:

Enclosed find the list of APDs that you requested to be rescinded. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective October 24, 2011.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal



Ute Tribal 9-29D-55	43-013-33860
→ Ute Tribal 11-29D-55	43-013-33861
Ute Tribal 6-21D-55	43-013-33866
Ute Tribal 16-14D-54	43-013-33466